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**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA**

SHIVA STEIN, derivatively on behalf of SUPER  
MICRO COMPUTER, INC.,

Plaintiff,

v.

CHARLES LIANG, CHIU-CHU LIU LIANG,  
HWEI-MING TSAI, SHERMAN TUAN,  
MICHAEL S. MCANDREWS, SARIA  
TSENG, YIH-SHYAN LIAW, LAURA  
BLACK, and HOWARD HIDESHIMA,

Defendants,

- and -

SUPER MICRO COMPUTER, INC.,

Nominal Defendant.

C.A. No.: 4:21-cv-03357-JST

**JOINT ADMINISTRATIVE  
MOTION TO DISMISS  
ACTION**

1 Plaintiff Shiva Stein (“Plaintiff”) and Defendants Super Micro Computer, Inc. (“Super Micro”),  
2 Charles Liang, Chiu-Chu Liu Liang, Hwei-Ming Tsai, Sherman Tuan, Michael S. McAndrews, Saria  
3 Tseng, Yih-Shyan Liaw, Laura Black, and Howard Hideshima (“Defendants,” and together with Plaintiff,  
4 the “Parties”), through their counsel of record, hereby jointly submit this Administrative Motion to  
5 Dismiss the instant action with prejudice as to the named Plaintiff. The Parties submit this Administrative  
6 Motion based upon the foregoing facts, and all documents and papers filed in this Action.  
7

### 8 **INTRODUCTION**

9 Following the Court’s October 27, 2021 Order, where the Court invited the Parties to file an  
10 administrative motion requesting that the Court dismiss this Action with prejudice if no shareholder seeks  
11 to intervene during the notice period, no intervention from a Super Micro shareholder has occurred during  
12 the notice period, which ended February 4, 2022. The Parties now request that this Action be dismissed  
13 pursuant to Federal Rules of Civil Procedure 23.1(c) and 41(a)(2).  
14

### 15 **PROCEDURAL HISTORY**

16 On May 5, 2021, Plaintiff filed a verified Stockholder Derivative Complaint (the “Action”)  
17 (ECF1). On August 6, 2021, Defendants filed three motions to dismiss Plaintiff’s Complaint on behalf  
18 of (1) Nominal Defendant Super Micro (ECF 26), (2) Defendants Charles Liang, Chiu-Chu Liu Liang,  
19 Hwei-Ming Tsai, Sherman Tuan, Michael S. McAndrews, Saria Tseng, Yih-Shyan Liaw, and Laura  
20 Black (ECF 27), and (3) Defendant Howard Hideshima (ECF 29).  
21

22 On September 29, 2021, prior to the date for Plaintiff to oppose Defendants’ motions to dismiss,  
23 the Parties filed a Stipulation and [Proposed] Order to Dismiss Action with Prejudice (ECF 34). The  
24 Parties noted that: (i) there had been no settlement or compromise of the Action; (ii) neither Plaintiff nor  
25 her counsel had received or would receive directly or indirectly any consideration from Defendants for  
26 dismissal; and (iii) the dismissal request was without prejudice to the rights of Super Micro’s other  
27 stockholders and certain claims would continue to be litigated in the *Barry v. Liang, et al.*, No.  
28

1 20CV372190 (Santa Clara Super. Ct.) action. On October 27, 2021, the Court entered an Order Directing  
2 Parties to Develop A Proposed Notice Plan (ECF 36).

3 On November 23, 2021, the Parties filed a Joint Administrative Motion for Issuance of Joint  
4 Proposed Notice Plan (ECF 37). On December 6, 2021, the Court entered an Order Requiring Revisions  
5 to Proposed Notice (ECF 38). On December 10, 2021, the Parties filed a Joint Administrative Motion  
6 for Issuance of Revised Joint Proposed Notice Plan (ECF 39).

7  
8 On December 16, 2021, the Court issued an Order Approving Issuance of Revised Joint Proposed  
9 Notice Plan (ECF 40). The notice informed Super Micro shareholders that Plaintiff wished to voluntarily  
10 dismiss the Action with prejudice as to the named Plaintiff only, advised shareholders of the pending  
11 *Barry* action, and explained the shareholders' right to intervene in this Action. Super Micro implemented  
12 the notice plan on December 21, 2021. On January 11, 2022, Defendant Super Micro filed its  
13 Certification Regarding Issuance of Court-Ordered Notice (ECF 43). In its Certification, Super Micro  
14 confirmed that (1) it had posted a copy of the notice on its investor relations website and that the notice  
15 would remain posted on the website for at least 45 days; (2) a Form 8-K had been filed with the Securities  
16 and Exchange Commission ("SEC"), with the notice and a press release attached as exhibits to the Form  
17 8-K; and (3) a press release was carried on Business Wire and was also located online. On January 20,  
18 2022, the Parties filed a Joint Status Report regarding the Revised Joint Notice Plan (ECF 44) that  
19 confirmed that the notice plan steps ordered by the Court had been implemented.  
20  
21

22 **CURRENT STATUS OF THE NOTICE**

23  
24 The deadline for Super Micro stockholders to intervene in the Action was February 4, 2022, which  
25 was 45 days after Super Micro posted the notice on its investor relations website, filed a Form 8-K with  
26 the SEC, and carried a press release on Business Wire, all on December 21, 2021. No Super Micro  
27 stockholder has filed a motion to intervene in the Action and the Parties are not aware of any Super Micro  
28 stockholders who intend to intervene in the Action. Pursuant to Federal Rule of Civil Procedure 23.1(c),

1 a derivative action may be voluntarily dismissed only with the court's approval and any notice of such  
 2 potential dismissal must be given to shareholders in a manner that the court orders. The Parties believe  
 3 that the notice ordered by the Court and provided in this Action was sufficient. *See, e.g., In re Rambus*  
 4 *Inc. Derivative Litig.*, No. C 06-3513 JF (HRL), 2009 WL 166689, at \*2 (N.D. Cal. Jan. 20, 2009)  
 5 (approving settlement where notice was published on company website and in press release carried on  
 6 Business Wire, and filed in Form 8-K with SEC); *In re MRV Comm'ns, Inc. Derivative Litig.*, No. CV  
 7 08-03800 GAF (MANx), 2013 WL 2897874, at \*1-2 (C.D. Cal. June 6, 2013) (approving notice filed as  
 8 attachment to Form 8-K, published on company website, and published for one day in *Investor's Business*  
 9 *Daily*). Further, Federal Rule of Civil Procedure 41(a)(2) allows a court to dismiss an action at a  
 10 plaintiff's request on terms that the court considers proper.  
 11  
 12

13 As a result, the Parties request that the Court dismiss the Action with prejudice as to the named  
 14 Plaintiff only.  
 15

16 DATED: March 14, 2022

Respectfully submitted,

**BRODSKY & SMITH**

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HOWARD HIDESHIMA

1 I, Evan J. Smith, am the ECF User whose ID and password are being used to file this JOINT  
2 ADMINISTRATIVE MOTION TO DISMISS ACTION. In compliance with Civil L.R. 5-1(h)(3), I  
3 hereby attest that all signatories concur in this filing.  
4

5 DATED: March 14, 2022

*/s/ Evan J. Smith*

NAME